

# Exhibit 2

**Guzman, Daniel**

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**From:** French, Thomas <TFrench@willkie.com>  
**Sent:** Thursday, December 11, 2014 7:43 PM  
**To:** Munno, M. William  
**Cc:** Cosenza, Todd; Shalhoub, Paul; 'Michael Rollin'; Trumpp, Zachary; Drosdick, Scott  
**Subject:** Revised Trustee Direction Letter  
**Attachments:** Trustee Direction Letter for Servicing Files-v4.docx; Change-Pro Redline - Trustee Direction Letter for Servicing Files-v1 and Trustee Direction Letter for Servicing Files-v4.pdf

Please find attached a clean and marked copy of the trustee direction letter to Nationstar, as master servicer. These changes reflect what was discussed this afternoon.

I understand that you will create a second trustee direction letter to Wells Fargo with respect to those trusts for which Wells acts as master servicer. Additionally, you or Duff will need to complete the exhibits for the Covered Trusts and related Covered Loans that need to be attached to the respective Nationstar and Wells direction letters.

Aurora is prepared to deliver the hard drive containing the approximately 50,000 substantially complete loan files via overnight courier to Digital Risk upon receipt of the fully executed direction letters.

If you have any questions, please let me know.

Best Regards,

Tom

Tom French  
Willkie Farr & Gallagher LLP  
787 Seventh Avenue  
New York, New York 10019  
Tel: (212) 728-8124  
Fax: (212) 728 9124

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December ~~11~~12, 2014

Nationstar Mortgage LLC  
350 Highland Drive  
Lewisville, Texas 75067  
Attention: General Counsel

Re: Direction Letter

Ladies and Gentleman:

U.S. Bank National Association, Law Debenture Trustee Company of New York, Wilmington Trust, National Association and Deutsche Bank National Trust Company (each, a “Trustee”, and collectively the “Trustees”), serve as Trustees for each of the trusts set forth on Exhibit A hereto (the “Trusts”). Nationstar Mortgage LLC (the “Master Servicer”) serves as the Master Servicer for each of the Trusts.

In accordance with the Trust Agreement for each of the Trusts, the Master Servicer shall, and shall cause each servicer, to provide access to information and documentation regarding the Mortgage Loans to the Trustee upon reasonable request. Further, the securitization servicing agreements generally contain provisions stating that each Servicing File (as defined on Exhibit C) shall be held in trust for the benefit of the Trustee and possession of such Servicing File shall be solely in a custodial capacity and at the will of the trustee.

In its capacity as Trustee of the Trusts, each Trustee hereby directs and instructs the Master Servicer as follows:

1. To immediately retrieve all ~~servicing files~~ Servicing Files for any of the mortgage loans in any of the Trusts, which mortgage loans are set forth on Exhibit B (such loans, “Covered Loans”), in the possession or control of Aurora Loan Services LLC or Aurora Bank FSB, and send any such ~~servicing files~~ Servicing Files to the Trustee immediately upon receipt thereof at the address set forth below;
2. To immediately provide all ~~servicing files (as defined in each applicable securitization servicing agreement)~~ Servicing Files related to Covered Loans in the possession or control of the Master Servicer in its capacity as Master Servicer or servicer to the Trustee at the address set forth below;
3. To immediately retrieve and provide to the Trustee and/or cause any securitization servicer to provide to the Trustee at the address set forth below all ~~servicing files~~ Servicing Files related to any Covered Loans in each securitization servicers possession or control.

Please send the requested servicing files to the following address on behalf of the Trustees:

Hector Perez  
Digital Risk, LLC  
2301 Maitland Center Parkway, Suite 165  
Maitland, FL 32751

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Very truly yours,

U.S. BANK NATIONAL ASSOCIATION,  
SOLELY IN ITS CAPACITY AS TRUSTEE OF  
CERTAIN OF THE TRUSTS AND NOT IN ITS  
INDIVIDUAL CAPACITY

By:\_\_\_\_\_

Name:

Title:

LAW DEBENTURE TRUST COMPANY OF  
NEW YORK, SOLELY IN ITS CAPACITY AS  
TRUSTEE OF CERTAIN OF THE TRUSTS  
AND NOT IN ITS INDIVIDUAL CAPACITY

By:\_\_\_\_\_

Name:

Title:

WILMINGTON TRUST, NATIONAL  
ASSOCIATION, SOLELY IN ITS CAPACITY  
AS TRUSTEE OF CERTAIN OF THE TRUSTS  
AND NOT IN ITS INDIVIDUAL CAPACITY

By:\_\_\_\_\_

Name:

Title:

DEUTSCHE BANK NATIONAL TRUST  
COMPANY, SOLELY IN ITS CAPACITY AS  
TRUSTEE OF CERTAIN OF THE TRUSTS  
AND NOT IN ITS INDIVIDUAL CAPACITY

By:\_\_\_\_\_

Name:

Title:

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Accepted and Agreed as of  
the date first written above:

NATIONSTAR MORTGAGE LLC

By: \_\_\_\_\_  
Name:  
Title:

cc: Aurora Loan Services LLC, in its capacity as master servicer  
for any Covered Loans in its possession  
10350 Park Meadows Drive  
Littleton, CO 80124

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EXHIBIT A

TRUSTS

| ~~13334467.1~~ 13334467.4

EXHIBIT B

COVERED LOANS



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## EXHIBIT C

### DEFINITION OF SERVICING FILE

Servicing File – Means, all documents that are included in the definition of Servicing File in the applicable securitization agreement and any other documents or records related to a Covered Loan including, but not limited to, the following:

- Complete Appraisal
- AVM, desktop/field review (if applicable)
- Complete loan application (1003) for all borrowers
- Full credit report for all borrowers
- Uniform underwriting & transmittal summary (1008)
- Verification of rent (VOR) or mortgage (VOM) (if applicable)
- Underwriting approval(s) and conversation log(s)
- Preliminary title
- Final settlement statement
- Final TIL
- Final title policy
- Flood certification
- Evidence of hazard insurance
- Flood insurance (if applicable)
- Asset verification including down payment on a purchase (if applicable)
- Complete purchase agreement including any addenda (if applicable)
- Income documentation from all sources used to qualify (if applicable)
- Telephone verification of employment or self-employment
- Verification of self-employment (if applicable)
- Note
- Mortgage or deed of trust
- Right to cancel (if applicable)
- Borrower's certification and authorization
- All applicable disclosures
- Any underwriting, funding, compliance checklists
- Letter of explanation (LOE) (if applicable)
- All applicable riders
- Full applicable underwriting guidelines
- Internal appraisal forms
- Evidence of satisfaction/release of judgments and liens (if applicable)
- Copy of driver's license or other proof of identity supplied at closing
- Any trailing documents
- All payment histories and collection/servicing notes
- All additional documents utilized in originating and/or servicing such Covered Loan

Summary report: Litéra® Change-Pro TDC 7.5.0.99 Document comparison done on 12/11/2014 7:24:05 PM	
Style name: Standard	
Intelligent Table Comparison: Active	
Original DMS: iw://NYCDMS/NewYork/13334467/1	
Modified DMS: iw://NYCDMS/NewYork/13334467/4	
Changes:	
<u>Add</u>	81
<del>Delete</del>	6
<del>Move From</del>	0
<u>Move To</u>	0
Table Insert	0
Table Delete	0
Table moves to	0
Table moves from	0
Embedded Graphics (Visio, ChemDraw, Images etc.)	0
Embedded Excel	0
Format Changes	0
<b>Total Changes:</b>	<b>87</b>